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Attorneys for Lead Plaintiff Paul Berger

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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	:	Civil Action No. 07-7972 (PKC)
IN RE TARRAGON CORPORATION	:	
SECURITIES LITIGATION	:	ECF Case
	:	
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AFFIDAVIT OF JEFFREY S. ABRAHAM

STATE OF NEW YORK)
) ss.
COUNTY OF NEW YORK)

JEFFREY S. ABRAHAM, being duly sworn deposes and says:

1. I am a partner at Abraham, Fruchter & Twersky, LLP, counsel for Lead Plaintiff Paul Berger in the above-captioned consolidated action, and am admitted to practice before this Court. I am submitting this affidavit in connection with the pending motions to dismiss made by defendants.

2. Attached as Exhibit A is a true and correct copy of pages 5-7, 10-12 and 25-27 of Tarragon Corporation's ("Tarragon") 2006 Proxy Statement filed with the Securities and Exchange Commission ("SEC") on or about April 28, 2006.

3. Attached as Exhibit B is a true and correct copy of pages 12-13, 40-43, 55-56, 66-109 of Tarragon's 2005 Form 10-K filed with the SEC on or about March 16, 2006.

4. Attached as Exhibit C is a true and correct copy of the Report on Grant Thornton LLP issued by the Public Company Accounting Oversight Board June 28, 2007 (the "PCAOB Report"). The PCAOB Report is available at the following Internet address:

www.pcaobus.org/Inspections/Public_Reports/2007/Grant_Thornton.pdf.

5. Attached as Exhibit D is a true and correct copy of page 74 of Tarragon's 2006 Form 10-K filed with the SEC on or about April 2, 2007.

6. Attached as Exhibit E is a true and correct copy of page 5 of Tarragon's 2007 Form 10-Q for the first fiscal quarter filed with the SEC on or about May 11, 2007.

7. Attached as Exhibit F is a true and correct copy of a Schedule 13D/A filed by Tarragon with the SEC on or about December 11, 2007.

8. Attached as Exhibit G is a true and correct copy of pages 23 and 145 of Tarragon's 2007 Form 10-K filed with the SEC on or about March 28, 2008

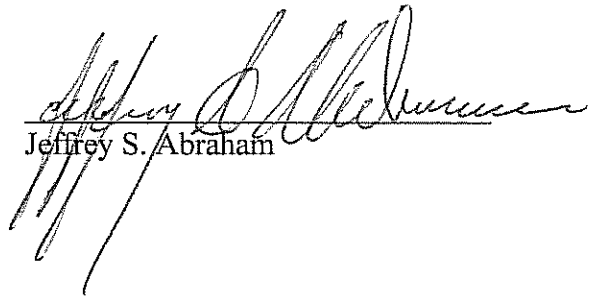
9. Attached as Exhibit H is a true and correct copy of pages 18-19 of Tarragon's 2005 Proxy Statement filed with the SEC on or about May 2, 2005.

10. Attached as Exhibit I is a true and correct copy of the transcript of Tarragon's March 20, 2007 fourth quarter earnings conference call.

11. Attached as Exhibit J is a true and correct copy of pages 13-15 and 25-26 of Tarragon's 2008 proxy Statement filed with the SEC on or about March 31, 2008.

12. Attached as Exhibit K is a stock chart comparing the price performance of Tarragon with that of a series of other homebuilders: Hovnanian Enterprises (HOV); ECI Communities, Inc. (WCI); Meritage Homes Corporation (MTH); Lennar Corporation (LEN); and Toll Brothers (TOL). These homebuilders are described as the peer group for Tarragon in its

most recent proxy statement. *See* Exhibit J at 26. The chart was generated from a charting option provided by the Yahoo! Finance website and is easily replicable by someone inputting the same or similar data.



Jeffrey S. Abraham

Sworn Before Me This
16th day of May, 2008



NOTARY PUBLIC

JACK G. FRUCHTER
Notary Public, State of New York
No. 02FR6073524
Qualified in Nassau County
Commission Expires April 22, 2010